



## Union Tank Car Company

225 West Washington Street  
Chicago, Illinois 60606  
312/372-9500

November 26, 1990

CERTIFIED MAIL  
RETURN RECEIPT REQUESTED

Secretary  
Interstate Commerce Commission  
12th St. & Constitution Ave., N.W., Room 2215  
Washington, DC 20423

Re: Equipment Trust Agreement (Series 7)  
Recordation No. 6168

Dear Sir or Madam:

Enclosed are the original and two certified copies of the Fifteenth Supplemental Equipment Trust Agreement, dated July 31, 1990, between Union Tank Car Company and Bankers Trust Company, as Trustee. Also enclosed are the original and two certified copies of a Bill of Sale from the Trustee to Union Tank Car Company.

Please file both of these documents as supplements to the filing referred to above. Enclosed is our check in the amount of \$30 for the filing fee. Please return the certified copies of each of the documents, stamped to show the filing, to me.

If you have any questions, please call me at (312) 845-5336.

Thank you.

Sincerely,

Patrick J. Allen  
Senior Attorney

PJA/jf  
UTC7a  
Enclosures



A MEMBER OF THE MARMION GROUP OF COMPANIES

#30

6168-2

NOV 29 1990 -2 55 PM

INTERSTATE COMMERCE COMMISSION

6168-AA✓

NOV 29 1990 -2 55 PM

INTERSTATE COMMERCE COMMISSION

**Interstate Commerce Commission**  
Washington, D.C. 20423

OFFICE OF THE SECRETARY

11/30/90

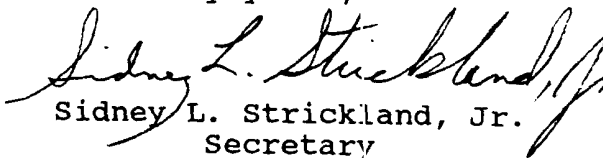
Patrick J. Allen-Senior Attorney  
Union Tank Car Company  
225 West Washington Street  
Chicago, Illinois 60606

Dear

Sirs:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 11/29/90 at 2:35PM, and assigned recordation number(s). 6168-2 and 6168-AA.

Sincerely yours,

  
Sidney L. Strickland, Jr.  
Secretary

6168-AA  
RECORDED BY FILED IN

NOV 29 1990 -2 35 PM

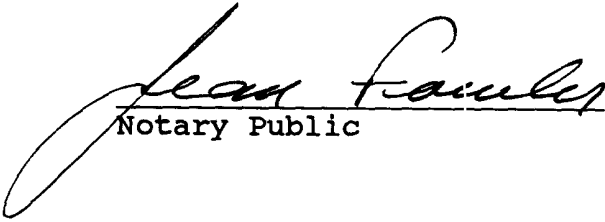
INTERSTATE COMMERCE COMMISSION

STATE OF ILLINOIS)  
COUNTY OF COOK )

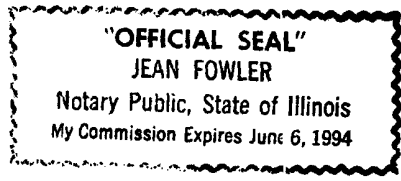
CERTIFICATE

The undersigned, Jean Fowler, a Notary Public in and for said County and State, hereby states that she has compared the attached copy of the Bill of Sale, dated November 15, 1990, with the original document thereof, and hereby certifies that such attached copy is a true and correct copy of the original document in all respects.

In Witness Whereof, the undersigned has set her hand and seal this 26th day of November, 1990.

  
Notary Public

utc7a



REGISTRATION NO. 6168-AA FILED 1990

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INTERSTATE COMMERCE COMMISSION

BILL OF SALE  
BANKERS TRUST COMPANY  
as Trustee under Equipment Trust Agreement  
Dated May 1, 1971  
(Series 7)  
to  
UNION TANK CAR COMPANY

KNOW ALL MEN BY THESE PRESENTS, that Bankers Trust Company ("Trustee"), as Trustee under that certain Equipment Trust Agreement ("Agreement"), dated May 1, 1971 by and between Trustee and Union Tank Car Company ("Company"), in consideration of the conveyance to Trustee of certain Equipment (as defined in the Agreement) to be substituted under the Agreement and other compliance by Company with the terms of the Agreement, and particularly Section 5.06 thereof with respect to such substitutions, and other good and valuable considerations, the receipt whereof is acknowledged, does hereby sell, assign, transfer, set over and deliver unto Company all of its right, title and interest in and to those certain units of Equipment heretofore assigned by Company to Trustee pursuant to the Agreement, which units of Equipment are fully described in Schedule B hereto, hereby warranting that such Equipment is free and clear from all liens and encumbrances of Trustee.

TO HAVE AND TO HOLD the said Equipment unto Company and its successors and assigns forever.

THIS BILL OF SALE releases the Equipment described in Schedule B hereto from the lien of the Agreement, which was recorded with the Interstate Commerce Commission.

IN WITNESS WHEREOF, Trustee has caused this instrument to be duly executed by a proper corporate officer hereunto duly authorized, and its corporate seal to be hereunto affixed and attested, as of November 15, 1990.

BANKERS TRUST COMPANY

By: *[Signature]*

(CORPORATE SEAL)

Attest:

*[Signature]*  
Its

UTC2044-7

STATE OF NEW YORK )

COUNTY OF N.Y. )

ss

On this 15th day of November, 1990, before me, a Notary Public in and for said State and County, personally appeared Rosemary Melendez and Y. Francis Bue, to me personally known, who being by me duly sworn did say that they are, respectively, ASSISTANT SECRETARY and ASSISTANT SECRETARY of Bankers Trust Company, that the seal affixed to the foregoing instrument is the corporate seal of said Bank, that said instrument was signed and sealed on behalf of said Bank by prior authority; and said persons acknowledge that the execution of the foregoing instrument was the free act and deed of said Bank.



Notary Public

Denise Marshall

Notary Public, State of New York

No. 24-4285294

Qualified in Kings County

Certificate filed in New York County

Commission Expires February 17, 1991

My Commission Expires:

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UNION TANK CAR COMPANY - TREASURERS DEPARTMENT  
WRECKED/RETIRED CARS (SCHEDULE B)  
R 7 SERIES 7 10/19/90

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ROAD NUMBER	AAR CODE	CAR CAPACITY	UNIT MEAS	-CODES- CO CTY	-----DATES----- IN WRECKED/ USE RETIRED	CERTIFICATE TRUST COST	NET BOOK VALUE	SUBSTI- TUTION VALUE *
CPAA 205117	BOXT	100	TON	3 2	05/70 10/89	\$ 28,855	601	\$ 5,958
UTLX 28045	TP1	17,300	GAL	1 1	05/70 10/89	21,040	438	3,715
UTLX 47921	TM	20,000	GAL	3 2	05/70 08/89	14,945	311	1,732
UTLX 48408	TM	20,000	GAL	1 1	05/70 09/89	14,656	305	2,492
UTLX 48476	TM	20,000	GAL	1 1	05/70 08/89	14,668	306	2,316
UTLX 48477	TM	20,000	GAL	1 1	05/70 11/89	14,668	306	2,382
UTLX 48530	TM	20,000	GAL	1 1	05/70 12/89	14,668	306	2,443
UTLX 48534	TM	20,000	GAL	1 1	05/70 11/89	14,668	306	2,337
UTLX 74845	TMI	16,800	GAL	1 1	05/70 01/90	18,419	384	2,540
UTLX 74861	TMI	16,800	GAL	1 1	05/70 11/89	18,419	384	2,528
UTLX 75281	TMI	22,500	GAL	1 1	05/70 07/90	18,807	392	924
UTLX 76286	TMI	13,300	GAL	1 1	05/70 07/90	17,480	364	2,366
UTLX 76296	TMI	13,300	GAL	1 1	05/70 02/90	17,480	364	1,083
UTLX 76355	TMI	13,600	GAL	1 1	05/70 02/90	17,137	357	2,303
UTLX 76423	TMI	13,600	GAL	1 1	05/70 02/90	17,403	363	3,218
UTLX 76450	TMI	13,600	GAL	1 1	05/70 03/90	17,403	363	1,577
UTLX 77281	TMI	10,200	GAL	1 1	05/70 11/89	21,072	439	2,385
CPAA 205350	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205351	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205352	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205353	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205354	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205355	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205356	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205357	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205358	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205359	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205360	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205361	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205362	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205363	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205364	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205365	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205366	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205367	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205368	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205369	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205370	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205371	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205372	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205373	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205374	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205375	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205376	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205377	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
CPAA 205378	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156

UNION TANK CAR COMPANY - TREASURERS DEPARTMENT  
WRECKED/RETIRED CARS (SCHEDULE B)  
R 7 SERIES 7 10/19/90

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ROAD NUMBER	AAR CODE	CAR CAPACITY	UNIT MEAS	-CODES- CD CTY	-----DATES----- IN WRECKED/ USE RETIRED	CERTIFICATE TRUST COST	NET BOOK VALUE	SUBSTI- TUTION VALUE *
UPAA 205379	BOXF	60	FEET	3 2	05/70 10/90	\$ 22,799	\$ 0	\$ 3,156
UPAA 205380	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
UPAA 205381	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
UPAA 205382	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
UPAA 205383	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
UPAA 205384	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
UPAA 205385	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
UPAA 205386	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
UPAA 205387	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
UPAA 205388	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
UPAA 205389	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
UPAA 205390	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
UPAA 205391	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
UPAA 205392	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
UPAA 205393	BOXF	60	FEET	3 2	05/70 10/90	22,799	0	3,156
UPAA 205395	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205396	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205397	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205398	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205399	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205400	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205401	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205402	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205403	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205404	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205405	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205406	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205407	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205408	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205409	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205410	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205411	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205412	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205413	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205414	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205415	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205416	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205417	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205418	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205419	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205420	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205421	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205422	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205423	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205424	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
UPAA 205425	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156

UNION TANK CAR COMPANY - TREASURERS DEPARTMENT  
WRECKED/RETIRED CARS (SCHEDULE B)  
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ROAD NUMBER	AAR CODE	CAR CAPACITY	UNIT MEAS	-CODES- CO CTY	-----DATES----- IN WRECKED/ USE RETIRED	CERTIFICATE TRUST COST	NET BOOK VALUE	SUBSTI- TUTION VALUE *
CPAA 205426	BOXF	60	FEET	3 2	05/70 10/90	\$ 22,800	\$ 0	\$ 3,156
CPAA 205427	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205428	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205429	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205430	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205431	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205432	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205433	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205434	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205435	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205436	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205437	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205438	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205439	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205440	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205441	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205442	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205443	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205444	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205445	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205446	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205447	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205448	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205449	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205450	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205451	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205452	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205453	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205454	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205455	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205456	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205457	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205458	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205459	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205460	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205461	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205462	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205463	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205464	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205465	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205466	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156
CPAA 205467	BOXF	60	FEET	3 2	05/70 10/90	22,800	0	3,156

NUMBER OF CARS

134

\$ 2,969,344

\$ 317

\$ 411,551

\*Scrap or sale value